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IN THE
SUPREME COURT OF THE UNITED STATES

October Term, 1975
No. 75-903

ALDENS, INC.,

Petitioner

v.

ROBERT KANE, Attorney General for the Commonwealth of Pennsylvania, Individually and in his Official Capacity,

Respondent

BRIEF IN OPPOSITION

Pursuant to Rule 24 of the Rules of the Supreme Court of the United States and at the request of this Court,[1] Respondent Robert Kane submits this brief in opposition to Aldens' Petition for a Writ of Certiorari.

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[1] By letter dated January 10, 1976, pursuant to Rule 24(3) of the Rules of this Court, Respondent Packel expressly waived his right to file a Brief in Opposition. However, by letter dated January 29, 1976, the Office of the Clerk of this Court, under direction from this Court, requested that a response be filed. At Respondent's request, an extension of time until March 25, 1976, in which to file such a response was granted.

OPINIONS BELOW

The opinion of the United States Court of Appeals for the Third Circuit is reported at 524 F.2d 38 (3d Cir. 1975); the opinion of the United States District Court for the Middle District of Pennsylvania is reported at 379 F. Supp. 521 (1974).[2]

[2] References herein to the opinions of the lower courts will be cited to the official reporters and the appendix to Aldens' Petition at pages 1b-48b.

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QUESTIONS PRESENTED

1. Does the Due Process Clause bar a state from regulating transactions in which it has a substantial protective interest where the regulation involved affects only those transactions having a substantial local impact on residents of the regulating state?

2. Does the Commerce Clause protect a foreign seller from state regulation which imposes only that reasonable burden necessary to protect the substantial state interest in protecting its citizens from overreaching and deception in consumer credit transactions?

STATEMENT OF THE CASE

Aldens is an Illinois corporation operating a mail order business. By catalogs and flyers mailed from Chicago, it solicits orders in fifty states, including Pennsylvania.

Aldens' annual mail order sales to Pennsylvania customers amount to approximately $14,900,000. Twenty-seven percent (27%) of this amount is derived from cash sales; seventy-three percent (73%) from credit sales. Approximately 90,000 Pennsylvania residents annually buy merchandise from Aldens on credit. Each year Aldens floods the state with advertising material. To its 149,000 regular Pennsylvania customers, Aldens mails catalogs 4 times per year, with supplemental advertising "flyers" mailed 6 to 8 times per year. Additional advertising material is sent with every monthly bill. Beyond these, Aldens mails catalogs and flyers to 2,100,000 Pennsylvania residents whose names are supplied by mailing list brokers.

Application forms for credit accounts with Aldens and credit agreement forms are also mailed regularly to Pennsylvania residents. Twenty-three percent (23%) of the credit application forms are checked for credit-worthiness on behalf of Aldens by an Illinois credit reporting agency which telephones Pennsylvania credit bureaus for in-file record checks on Pennsylvania resident applicants.

Pennsylvania customers delinquent in payment of accounts are dunned by Aldens from Chicago by mail and by telephone.

Aldens conducts its mail order business with residents of all fifty (50) states.

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Aldens discloses its interest rates in conformity with the Federal truth-in-lending law, but its annual percentage rate of twenty-one percent (21%) exceeds the fifteen percent (15%) rate permitted by Section 904 of the Pennsylvania Goods and Services Installment Sales Act, 69 P.S. §1904. This additional six percent (6%) interest results in finance and service charge revenues from Aldens' Pennsylvania customers of $750,000 per year.

In this case, Aldens sought a declaratory judgment that the application of the Pennsylvania Goods and Services Installment Sales Act, 69 P.S. §1101 *et seq.*, to Aldens' transactions with Pennsylvania residents would be in violation of the Due Process and Commerce Clauses of the Constitution of the United States.

The trial court, the United States District Court for the Middle District of Pennsylvania considered but rejected, Aldens' argument that the Commerce Clause bars any state regulation of purely interstate commerce. Rather, that court found that in light of Aldens' substantial "exploitation of the Pennsylvania market", and the substantial state interest in that activity, the application of the challenged Act to Aldens' activities did not constitute an undue burden on interstate commerce. The district court also found that exploitation of the local market to be sufficient minimum contact for due process purposes.

The Court of Appeals affirmed rejecting Aldens' due process challenge on the grounds that the Act was a proper exercise of the state's sovereign protective interest in the regulated transactions. Considering Aldens' Commerce Clause arguments, the Court of Appeals applied a balancing test, in which it weighed the "national interest in the free movement of money, credit, goods and services" against "the valid local interest in restricting maximum

rates on consumer 'loans' and setting uniform contract terms for such transactions." 524 F.2d at 47-48 (41b). Noting that Congress had expressly refused to act in the area, and finding that the burden imposed by the application of the Act was slight when compared to the significant local impact of that commerce, the Court affirmed the trial court's holding that the application of the Act to Aldens' activities did not impose an undue burden on interstate commerce.

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ARGUMENT

I. The Court of Appeals Properly Held the Due Process Clause Does Not Bar Pennsylvania From Regulating the Interest Rates Charged Its Residents in Mail Order Installment Sales

In evaluating Aldens' due process challenge to Section 1103, the Court of Appeals correctly noted that the most recent due process holdings of this Court have involved attempts at extraterritorial service of process in relation to which this Court:

> "made an interest analysis which focused upon the interest of the state which would or would not suffice to justify *any* exercise of its sovereignty in connection with the transactions in dispute." 524 F.2d at 42 (27b).

The Court of Appeals went on to note that those holdings establish:

> "that the due process clause defines a rather low threshold of state interest sufficient to justify exercise of the state's sovereign decisional authority with respect to a given transaction." *Id.* at 43 (27b).

Applying that interest analysis to the facts of this case, the Court found that:

> "Pennsylvania's interest in the rates which its residents pay for the use of money for the purchase of goods delivered into Pennsylvania is substantial

enough to satisfy any due process objection to its attempt at regulating the subject matter." *Id.* at 43 (27b).

Aldens' primary contention is that the application of this "low-threshold" "interest analysis" to the instant case is inconsistent with the cases in which this Court has considered extraterritorial regulation or taxation of non-resident corporations by the states. In support of its contention, Aldens relies heavily on *National Bellas Hess v. Department of Revenue,* 386 U.S. 753 (1967), a case in which this Court held that an Illinois statute imposing a duty on an out-of-state mail order seller to collect Illinois use taxes was unconstitutional. Aldens also cites several other cases, *Hartford Accident and Indemnity Co. v. Delta and Pine Land Co.,* 292 U.S. 143 (1934); *New York Life Insurance Co. v. Dodge,* 246 U.S. 357 (1918); *Allgeyer v. Louisiana,* 165 U.S. 578 (1897), in which this Court "invalidated on due process grounds, the extraterritorial application of forum law to contracts made elsewhere" on the basis of an analysis of physical presence in the regulating state and a finding that none existed.

As the court below correctly recognized, the older due process cases relied on by Aldens have little or no vitality. The "presence concept" of doing business on which they are based has clearly been displaced by the more realistic interest analysis which has been applied by this Court in more recent cases such as *McGee v. International Life Insurance Co.,* 355 U.S. 220 (1957); *Travelers Health Ass'n v. Virginia,* 339 U.S. 643 (1950); *International Shoe Co. v. State of Washington,* 326 U.S. 310 (1945) and *Hoopeston Co. v. Culler,* 318 U.S. 313 (1943). 524 F.2d at 43 (28b). While Aldens would distinguish most of those cases as being limited to the

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field of jurisdiction for the purpose of extraterritorial service of process, courts have not felt so constrained. Indeed, this Court too has "rejected the contention . . . that a state's *power to regulate* must be determined by a 'conceptualistic discussion of theories of place of contracting or of performance' " and has instead "accorded 'great weight' to the 'consequences' of the contractual obligations" in the regulating state and the " 'degree of interest' that state had in seeing that those obligations were faithfully carried out". *Travelers Health Ass'n v. Virginia,* supra at 648 (emphasis added), quoting *Hoopeston Co. v. Cullen,* supra, at 316. Although, as Aldens notes, *Travelers* was concerned primarily with extraterritorial service of process, other courts have applied this same analysis in determining the constitutionality of state regulations.

For example, in *Minister's Life and Casualty v. Haase,* 30 Wisc. 2d 339, 141 N.W. 2d 287, *appeal dismissed* 385 U.S. 205 (1966), a Minnesota insurance corporation attacked a comprehensive regulating and taxing statute of Wisconsin on the ground, *inter alia,* that it was violative of due process. As in the instant case, the foreign corporation had no office, officer, bank or real estate in the regulating state and solicited business through published advertisement and by direct mail. In the case of individual policies, all transactions were conducted by mail, while in the case of group insurance policies there was a non-agent Wisconsin group leader who negotiated with the insurer, received the literature and forms, enrolled members, received the master policy and premium notices for the group and remitted the premiums to the insurer. The Wisconsin Supreme Court had little trouble rejecting the insurer's due process contentions as it found that by

its systematic and continuous solicitation of business in Wisconsin, the insurer had " 'realistically entered the state looking for and obtaining business' " and that because that activity was a matter of great public concern and was directly related to the challenged regulation the standards of due process were satisfied. 141 N.W. 2d at 295. Ministers' appeal to this Court was dismissed for lack of a substantial federal question. 385 U.S. 205 (1966).

In a later case, even more closely on point, the Supreme Court of California upheld a California licensing and regulating statute against a challenge by an out-of-state insurer conducting its business *entirely* by mail. *People v. United National Life Insurance Co.*, 58 Cal. Rptr. 599, 427 P.2d 199, *appeal dismissed* 389 U.S. 330 (1967). "Applying due process criteria which give recognition to the substantial interest of the regulating state in the . . . transactions involved", and noting that the insureds were residents of California and that "realistically viewed the insurer through the instrumentality of the mail is for all practical purposes soliciting insurance here [in California] as manifestly as if it were to carry on such solicitation through representatives physically present within this state", the California court concluded that the California regulation could constitutionally be applied to the mail order transactions. 427 P.2d at 209-10. The appeal to this Court in that case was also dismissed for want of a substantial federal question.

What emerges from an examination of these and other relevant cases is not the simple presence-oriented analysis asserted by Aldens, but rather a multi-faceted analysis which focuses not merely on the volume, location and type of activity which the state has sought to "regulate" or even the state's abstract interest in that activity,

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but also on the manner in which the state has attempted to assert it sovereignty over that activity and the relationship of that attempted "regulation" to the state's interest in the activity.

Contrary to Aldens' contention, this analysis in no way conflicts with that applied in *National Bellas Hess.* Indeed, the tax cases perhaps best illustrate the application of this analysis. While the state interest in its fisc is high on its scale of values, as the lower court recognized, "no extraterritorial manifestation of sovereignty, except possibly arrest, is quite so offensive to common notions of its territorial limitations". 524 F.2d at 43. Thus, the state may assert its sovereignty to protect its interest in its fisc only as to activities directly related to that interest, i.e. those activities directly benefitting or drawing from the public fisc. Under this analysis, it was not the location of activity in *National Bellas Hess* which was crucial, but rather the relationship of that activity to state interest asserted in support of the challenged "regulation".

In the instant case, Pennsylvania, in the exercise of its police powers, has a clear interest in protecting its citizens from abuse by sellers in installment transactions, the manner of regulation, an interest rate ceiling, is clearly related to that interest and it is only activities which directly affect that interest which are regulated. Under these circumstances, especially in light of the multi-million dollar volume of business conducted by Aldens with Pennsylvanians, the decision of the Court of Appeals was both proper and consistent with the prior holdings of this Court and, therefore, need not be reviewed by this Court.

II. The Pennsylvania Goods and Services Act Does Not Impose an Undue Burden on Interstate Commerce and, Therefore, Is a Proper Exercise of the State's Police Power

This Court has repeatedly stated that, even though the Commerce Clause has conferred upon Congress the power to regulate commerce, it has not withdrawn from the states the power to regulate or control matters of local concern so long as Congress has not acted in the area, and the regulation is not discriminatory[3] and does not impose an undue burden on interstate commerce. *Robertson v. California*, 328 U.S. 440 (1945) (hereinafter "*Robertson*"); *California v. Thompson*, 313 U.S. 190 (1940). See *Head v. New Mexico Board*, 374 U.S. 424 (1962). Thus, the Court has allowed the states great leeway in regulating in areas affecting the health, safety and welfare of their citizens. *Huron Portland Cement Co. v. City of Detroit*, 362 U.S. 440 (1938).

Recognizing this, the Court of Appeals described this Court's Commerce Clause adjudications as allowing state regulation of any transaction which is "within the broad ambit of congressional power to regulate interstate commerce, and,

(1) is one in which Congress has made its own choice of law, or

(2) is one in which Congress had made no specific choice of law, but,

[3] Defendants herein do not allege before this Court that the Act discriminates against interstate commerce. Nor do they contend that Congress has acted in the area.

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(a) despite this inaction the nature of the subject matter requires a uniform national rule, or

(b) the choice of law made by the state discriminates against persons engaged in interstate commerce in favor of local interests, or

(c) a non-discriminatory state choice of law . . . imposes a burden on interstate commerce in excess of any value attaching to the state's interest in imposing its regulation." 524 F.2d at 45-46 (32b-34b) (footnotes omitted).

Eliminating categories (1) and 2(a)[4] immediately, the lower court also rejected as "fanciful" Aldens' argument that the Pennsylvania Act discriminates and went on to apply the balancing test required by category 2(c).

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[4] The Court of Appeals relied on Section 1610(b) of The Federal Truth in Lending Act, 15 U.S.C. §1610(b), as evidence that Congress had not made its own choice of law and that the subject matter of consumer credit interest rates does not require a uniform national rule. The court also distinguished this Court's holding in *Allenberg Cotton Co. v. Pittman*, 419 U.S. 20 (1974), on the basis that no such statute existed in that case. Aldens challenges this basis of distinction on the grounds that Section 1610(b) did not expand preexisting state power and, therefore, is irrelevant to determining Commerce Clause limitations on that power. As is discussed at length below, the Court of Appeals also distinguished *Allenberg* on the entirely separate grounds that the commerce in the instant case has a more significant local impact than that in *Allenberg* and that a lesser burden has been imposed on that commerce. Because, as is also discussed at length below, this reasoning is independently sufficient to distinguish *Allenberg* and support the holding of the lower court, the significance of the Section 1610(b) need not be considered by this Court except insofar as it demonstrates a conscious lack of action in the area by Congress and a lack of need for national uniformity.

It is the very application of such a test which Aldens attacks as it asserts that *any regulation* of "purely interstate commerce", i.e. apparently that involving no physical presence of activity in the forum state, is absolutely barred by the Constitution. Of course, the logical extension of this position is that the states are helpless to regulate any activity conducted entirely by mail, however harmful its effect on their citizens. Both the position and its corollary are without merit. Rather, the Commerce Clause has never been a "guaranty of the right to import into a state whatever one may please, absent a prohibition by Congress, regardless of the effects of the importation upon the local community". *Robertson,* supra, at 458. To the contrary, as was noted by the court below:

> "The burden on interstate commerce does not depend upon the happenstance of the respective locations of buyer and seller." 524 F.2d at 47 (37b).

In so holding, the Third Circuit found no difference, for Commerce Clause purposes, between a mail order house with no physical presence in Pennsylvania and one located in Philadelphia, but dealing in interstate commerce in other aspects of its business. The court went on to recognize that:

> "Pennsylvania's regulation of the time price differential in mail order sales by the Philadelphia mail order house, therefore, imposes on interstate commerce the same burden as in the case of Aldens. The decisive issue . . . is not whether §1103 is valid as applied to Aldens, but rather whether Pennsylvania can regulate the time-price differential on any consumer credit transaction in the stream of interstate commerce." 564 F.2d at 47 (37b).

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Thus, the fundamental issue is not Aldens' physical location but rather "whether the national interest in the free movement of money, credit, goods and services outweights the valid local interest in restricting maximum interest rates on consumer 'loans' and setting uniform contract terms for such transactions." 524 F.2d at 47-48 (37b).

That this balancing test is proper even as to commerce conducted solely by mail is clear from an analysis of other relevant cases. In determining what constitutes an undue burden on commerce such as is barred by the Commerce Clause, this Court has not limited itself to an examination of the nature of the commerce affected, but rather has also considered the nature of the regulation and the interest which it is intended to protect. *Robertson,* supra at 458. Thus, the state interest in protecting its citizens has been found to be so strong in some cases that states have even been permitted to prohibit entirely the entry of certain dangerous products. *Robertson,* supra at 358-59; *Rasmussen v. Idaho,* 181 U.S. 198 (1901); *Missouri v. K. & T.R. Co. v. Haber,* 169 U.S. 613 (1898). Obviously, in these cases there could be no physical presence or activity whatsoever.

Nonetheless, it must be admitted that there appear to be certain state regulations of interestate commerce which have never been permitted absent extensive physical contact. In this regard, the types of state "regulation" most frowned upon by the Court have been those conditioning the right to enforce contracts for interstate commerce, *Allenberg Cotton Co. v. Pittman,* 419 U.S. 20 (1974), and those imposing a tax or tax collection duty on interstate commerce, *National Bellas Hess v. Dept. of Revenue,* 386

U.S. 753 (1967). See also *Freeman v. Hewit*, 329 U.S. 249 (1946). These types of state regulation have traditionally been held to be so burdensome as to be almost unjustifiable absent substantial physical contact, regardless of the alleged state interest protected. *International Text-Book Co. v. Pigg*, 217 U.S. 19 (1910) (regulation also held discriminatory). Yet, even in these cases, there appears to be a balancing test applied wherein the state interest, if any, is compared to the nature and importance of the commerce affected and the nature of the burden imposed on that commerce. For example, much of the analysis in *Allenberg* is directed at establishing the importance of the market involved therein. *Allenberg Cotton v. Pittman*, supra, at 26-30.

Even Justice Douglas, one of this Court's strictest interpreters of the Commerce Clause in relation to state action, recognized the necessity of such a test. See *Eli-Lilly & Co. v. Sav-On-Drugs*, 366 U.S. 276, 292 (1961) (Douglas J. dissenting).[5] Thus, the express limitation of the Court's holding in *Allenberg* to the unconstitutionality of "Mississippi's refusal to honor and enforce contracts made for interstate or foreign commerce", *Allenberg Cotton Co. v. Pittman*, supra, at 34, is significant.[6] Nor is that case inconsistent with the Court's statement in *Robert-*

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[5] Dissenting from an opinion allowing a state to bar an unlicensed foreign corporation from its courts, Justice Douglas weighed but rejected the state interest as insufficient to justify the heavy burden he found the licensing requirement to impose on interstate commerce. *Id.*

[6] Also significant is the failure of the Court to refer to *Robertson*, especially in light of the heavy reliance on that case in lower court cases brought before the Court as late as 1970. See cases cited p. 21, infra.

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son that "it is not simply the fact of prohibition, but what is forbidden and for the protection of what interest, that is determinative." *Robertson,* supra, at 458. Rather, as was noted above, it can only be assumed that the public interest alleged to be served by a state's refusal to honor contracts entered into in interstate commerce is insufficient to justify the burden imposed by that particular prohibition when applied to the flow of commerce in an important national market.

In *National Bellas Hess,* this Court relied almost entirely on tax cases and then expressly recognized that the same principles established in those cases:

> "have been held applicable in determining the power of a State to impose the burdens of collecting use taxes upon interstate sales." 386 U.S. at 756.

That different principles apply in determining the validity of police regulations was made clear in *Freeman v. Hewit,* supra, a case which was quoted and relied on in *National Bellas Hess. Id.*

In *Freeman,* while holding a state taxing statute unconstitutional under the Commerce Clause, this Court clearly distinguished the state's exercise of its police power where Congress had not acted:

> "[i]n the necessary accomodation between local needs and the overriding requirement of freedom for the national commerce, the incidence of a particular type of State action may throw the balance in support of the local need because interference with the national interest is remote or unsubstantial. A police regulation of local aspects of interstate commerce is a power often essential to a State in safeguarding vital

> local interests. At least until Congress chooses to enact a nationwide rule, the power will not be denied to the State [citations omitted]. State taxation falling on interstate commerce, on the other hand, can only be justified as designed to make such commerce bear a fair share of the cost of the local government whose protection it enjoys . . . . Because the greater or more threatening burden of a direct tax on commerce is coupled with the lesser need to a State of a particular source of revenue, *attempts at such taxation have always been more carefully scrutinized and more consistently resisted than police power regulations of aspects of such commerce.*" 329 U.S. at 253 (Emphasis added.)

National Bellas Hess, like *Allenberg*, is clearly a case in which the particular burden imposed was found to be in excess of the value attaching to the asserted state interest. It, thus, fits neatly into the lower court's category 2(c) and is, in no way, inconsistent with the holding in this case.

That the states are free to regulate even "purely interstate commerce" is clear from this Court's holding in *Robertson v. California*, supra, which upheld the constitutionality of California insurance regulations notwithstanding the fact that they applied to foreign corporations with no physical presence in California and could, in fact, have the effect of barring such corporations from doing any business in that state. *Robertson*, supra, at 460.

In its brief to the lower court of appeal, Aldens described *Robertson* as a case involving only regulation of local insurance agents and the power of the state to prosecute such agents for selling insurance without a license.

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While this was indeed the factual situation, because the statutory scheme involved had the effect, in some cases, of entirely prohibiting interstate commerce from entering the state, the Court found it necessary to consider fully the extent of the state's power to regulate purely interstate commerce.

In *Roberston,* the appellant was convicted of two violations of statute, one of which made it a misdemeanor to sell insurance for a non-admitted insurer unless the seller was licensed as a "surplus line broker". Appellant contended that because California's statutory scheme when viewed in its entirety had the effect of absolutely prohibiting the writing of or aiding in procuring of any insurance issued by the foreign insurance company for which he had acted, it had the effect of prohibiting that company from doing any business in California and, therefore, violated the Commerce Clause. Finding that "the Society is excluded from transacting insurance business [in California] by the admission requirements and its failure to comply with them . . . [and] also that appellant would be forbidden to place insurance with it . . .", the Court went to consider fully appellant's "crucial" contention "that the state cannot exclude foreign companies, . . . or their agents, from carrying on their business in California for failure to meet her reserve requirements." 328 U.S. at 455, 457. The contention was rejected as the Court clearly resorted to a balancing test similar to that applied in *Aldens:*

> "Here *California's reserve requirements* for securing authority to do business *cannot be held,* either on the face of the statute or by any showing that has been made, *to be excessive for the protection of the local interest affected;* or designed or effective either to discriminate against foreign or interstate insurers

or to forbid or exclude their activities, by all who are able and willing to maintain reasonable minimum reserve standards for the protection of policyholders. Exclusion there is, but it is exclusion of what the state has the power to keep out, until Congress speaks otherwise. Every consideration which supports the licensing of agents and brokers, and the authorities we have cited giving effect to those considerations [footnote omitted], sustain the state's requirements in this respect, as do also the decisions which have sustained various measures of exclusion in protection of the public health, safety and security not only from physical harm but from various forms of fraud and imposition [footnote omitted].

"It is quite obvious, to repeat only one of those considerations, that if appellant's contentions were accepted and foreign insurers were to be held free to disregard California's reserve requirements and then to clothe their agents or others acting for them with their immunity, not only would the state be made helpless to protect her people against the grossest forms of unregulated or loosely regulated foreign insurance, but the result would be inevitably to break down also the system for control of purely local insurance business. In short, the result would be ultimately to force all of the states to accept the lowest standard for conducting the business permitted by one of them or, perhaps, by foreign countries. Inevitably this would mean that Congress would be forced to intervene and displace the states in regulating the business of insurance. Neither the commerce clause nor the South-Eastern decision dictates such a result." 328 U.S. at 459-60. (Emphasis added.)

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Thus, in upholding appellant's criminal conviction, the Court necessarily dealt with and upheld the constitutionality of California's regulation and licensing of interstate commerce even though it had the effect, in some cases, of entirely prohibiting such commerce from entering the state in any manner.

Clear evidence that the holding and reasoning of *Robertson* is still vital can be found in this Court's dismissal of the appeals in two relatively recent cases dealing with regulation of an activity entirely unrelated to insurance—small loan businesses. *Oxford Consumer Discount Co. v. Stefanelli,* 246 A.2d 460 (Superior Ct. N.J. 1968), *appeal dismissed* 400 U.S. 308, *rehearing denied* 400 U.S. 923 (1970); *People v. Fairfax Family Fund, Inc.,* 235 Cal. App. 2d 881, 47 Cal. Rptr. 812, *appeal dismissed* 382 U.S. 1 (1965). Both cases involved regulation of foreign corporations which conducted their business in the forum state *entirely* by mail. See also *Miller v. California,* 413 U.S. 15 (1973), in which this Court held that state regulation of "mailing" obscene materials was not in violation of the Commerce Clause. *Id.* at 17-18, No. 13.

In short, the Court of Appeals's application of a balancing test in this case is in no way inconsistent with the prior holdings of this Court and, therefore, need not be reviewed.

CONCLUSION

For the foregoing reasons, it is respectfully submitted that the Petitioner has presented no issues worthy of discretionary review by this Court and that, therefore, its Petition should be denied.

Respectfully submitted,
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